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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re REFCO, INC. SECURITIES : MDL-1902
LITIGATION : 05 Civ. 8626 (GEL)
: ORAL ARGUMENT REQUESTED
-----X

**THE 144A DEFENDANTS' NOTICE OF MOTION TO
DISMISS COUNT THREE OF THE SECOND AMENDED
CONSOLIDATED CLASS ACTION COMPLAINT**

PLEASE TAKE NOTICE that, upon the accompanying Memorandum of Law in Support of the 144A Defendants' Motion to Dismiss Count Three of the Second Amended Consolidated Class Action Complaint, the Declaration of Dawn M. Wilson in Support of the 144A Defendants' Motion to Dismiss Count Three of the Second Amended Consolidated Class Action Complaint, dated February 1, 2008, and all prior proceedings had herein, Defendants Credit Suisse Securities (USA) LLC, Banc of America Securities LLC, and Deutsche Bank Securities Inc. (the "144A Defendants"), by and through their undersigned counsel, will move before the Honorable Gerard E. Lynch, at the United States Courthouse, 500 Pearl Street, New York, New York 10007, for an Order dismissing

Count Three of the Second Amended Consolidated Class Action Complaint with prejudice pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure.

Dated: New York, New York
February 1, 2008

WILMER CUTLER PICKERING
HALE AND DORR LLP

By: /s/ Robert B. McCaw
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CERTIFICATE OF SERVICE

I hereby certify that on February 1, 2008, I caused to be served, by Federal Express, a true and correct copy of the 144A Defendants' Motion to Dismiss Count Three of the Second Amended Consolidated Class Action Complaint, the Memorandum of Law in Support of the 144A Defendants' Motion to Dismiss Count Three of the Second Amended Consolidated Class Action Complaint, and the Declaration of Dawn M. Wilson in Support of the 144A Defendants' Motion to Dismiss Count Three of the Second Amended Consolidated Class Action Complaint on the individuals shown below:

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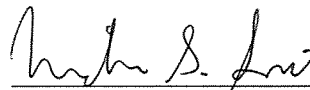
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Dated: February 1, 2008
New York, New York

A handwritten signature in black ink, appearing to read "Michael S. Smith", written over a horizontal line.

Michael S. Smith